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**Notice of Exempt** Offering of Securities **U.S. Securities and Exchange Commission** 

(See instructions beginning on page 5)

Washington, DC 20549

OMB APPROVAL

OMB Number: 3235-0076

Expires: December 31, 2008

Estimated average burden hours per response: 4.00

Name of Issuer	Previous Name(s)	None	Entity Type (Select one)
Decision Sciences Corporation			Corporation Limited Partnership
Jurisdiction of Incorporation/Organization			Limited Liability Company
California			General Partnership
Year of Incorporation/Organization (Select one)			Business Trust Other (Specify)
Within Last Five Years	2005 Ye	et to Be Formed	
f more than one issuer is filing this notice, check ti	nis box and identif	y additional issuer(s) by a	nttaching Items 1 and 2 Continuation Page(s
em 2. Principal Place of Business and			
Street Address 1		Street Address 2	<b>_</b>
2070 Marambu Compan Donal Suite 106			
3870 Murphy Canyon Road, Suite 106			Phone No. PROCESSI
<u> </u>	e/Province/Country	ZIP/Postal Code	
San Diego CA		92123	858.571.1900 JAN 1 3 200
em 3. Related Persons			TIAMAANA
Last Name	First Name		Middle Name IOIVIOUN INLU
Colthart	James		Myron
Street Address 1	J L	Street Address 2	
3870 Murphy Canyon Road, Suite 106			A STATE OF THE STA
	/Province/Country	ZIP/Postal Code	
San Diego CA		92123	
			09000260
Relationship(s): X Executive Officer Di	rector Promoter		
Clarification of Response (if Necessary) Vice Pre	sident of Operation	S	
(Identify ad-	ditional related persoi	ns by checking this box	s and attaching Item 3 Continuation Page(s
em 4. Industry Group (Select one)	•		
Agriculture	Busines	s Services	Construction
Banking and Financial Services	Energy	. t. district	REITS & Finance
Commercial Banking	<u>~</u> -	tric Utilities rgy Conservation	Residential
Insurance Investing	<u> </u>	l Mining	Other Real Estate
Investing Investment Banking	$\overline{\mathcal{L}}$	ronmental Services	<ul><li>Retailing</li></ul>
Pooled investment Fund		& Gas	Restaurants
If selecting this industry group, also select one		er Energy	Technology
type below and answer the question below:	Health C	are	Computers
Hedge Fund	· · · · · ·	echnology	Telecommunications  Other Technology
Private Equity Fund	$\sim$	th Insurance	
Venture Capital Fund	Hosp	pitals & Physcians	Travel Airlines & Airports
	O Phar	maceuticals	Airlines & Airports
Other investment Fund	_		Lodaina & Conventions
Is the issuer registered as an investment company under the investment Compar Act of 1940? Yes No	Othe	er Health Care	Lodging & Conventions  Tourism & Travel Services

#### U.S. Securities and Exchange Commission

Washington, DC 20549

Item 5. Issuer Size (Select one)

Revenue Range (for issuer not specifying "hedge" or "other investment" fund in Item 4 above)	Aggregate Net Asset Value Range (for issuer specifying "hedge" or "other investment" fund in Item 4 above)
No Revenues	OR No Aggregate Net Asset Value
\$1 - \$1,000,000	S1 - \$5,000,000
\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000
\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000
\$25,000,001 - \$100,000,000	S50,000,001 - \$100,000,000
Over \$100,000,000	Over \$100,000,000
O Decline to Disclose	Decline to Disclose
Not Applicable	Not Applicable
Item 6. Federal Exemptions and Exclusions Cla	
· · · · · · · · · · · · · · · · · · ·	nvestment Company Act Section 3(c)
Rule 504(b)(1) (not (i), (ii) or (iii))	Section 3(c)(1) Section 3(c)(9)
Rule 504(b)(1)(i)	Section 3(c)(2) Section 3(c)(10)
Rule 504(b)(1)(ii)	Section 3(c)(3) Section 3(c)(11)
Rule 504(b)(1)(iii)	Section 3(c)(4) Section 3(c)(12)
☐ Rule 505	Section 3(c)(5) Section 3(c)(13)
⊠ Rule 506	
Securities Act Section 4(6)	Section 3(c)(14)
Item 7. Type of Filing	
○ New Notice <b>OR</b>	nt
Date of First Sale in this Offering: 9/28/05	OR First Sale Yet to Occur
Item 8. Duration of Offering	
Does the issuer intend this offering to last more than	one year? Yes 🔀 No
Item 9. Type(s) of Securities Offered (Select	all that apply)
<b>⊠</b> Equity	Pooled Investment Fund Interests
☐ Debt	☐ Tenant-in-Common Securities
Option, Warrant or Other Right to Acquire	Mineral Property Securities
Another Security	Other (Describe)
Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	
Item 10. Business Combination Transaction	
Is this offering being made in connection with a busing transaction, such as a merger, acquisition or exchange offer.	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
Clarification of Response (if Necessary)	

## U.S. Securities and Exchange Commission

Washington, DC 20549

Item 11. Minimum Investment	
Minimum investment accepted from any outside investor \$	0
Item 12. Sales Compensation	
Recipient	Recipient CRD Number
Barry Leichtling	☐ No CRD Number
(Associated) Broker or Dealer None	(Associated) Broker or Dealer CRD Number
	☐ No CRD Number
Street Address 1	Street Address 2
504 Retaheim Way, La Jolla	
City State/Province/	Country ZIP/Postal Code
La Jolla CA	92037-6654
IL	CT DE DC FL GA HI ID  ME MD MA MI MN MS MO  NY NC ND OH OK OR PA  VT VA WA WV WI WY PR  on by checking this box and attaching Item 12 Continuation Page(s).
	····
(a) Total Offering Amount \$ 1160	OR Indefinite
b) Total Amount Sold \$1160	
(c) Total Remaining to be Sold (Subtract (a) from (b))  Clarification of Response (if Necessary)	OR Indefinite
Item 14. Investors	
Check this box if securities in the offering have been or may be so number of such non-accredited investors who already have invested	old to persons who do not qualify as accredited investors, and enter the in the offering:
Enter the total number of investors who already have invested in the	e offering: 7
Item 15. Sales Commissions and Finders' Fees Exp	enses
Provide separately the amounts of sales commissions and finders' fe	es expenses, if any. If an amount is not known, provide an estimate and
check the box next to the amount.	· · · · · · · · · · · · · · · · · · ·
· Sa	ales Commissions \$ Estimate
Clarification of Response (If Necessary)	Finders' Fees \$ 60.00 Estimate

Washington, DC 20549

tem 16. Use of Proceeds	
Provide the amount of the gross proceeds of the offering that has been or used for payments to any of the persons required to be named as edirectors or promoters in response to Item 3 above. If the amount is unking stimate and check the box next to the amount.	xecutive officers, \$ 0
Clarification of Response (if Necessary)	
Signature and Submission	
Please verify the information you have entered and review the	Terms of Submission below before signing and submitting this notice.
Terms of Submission. In Submitting this notice, each id	lentified issuer is:
the State in which the issuer maintains its principal place of bur process, and agreeing that these persons may accept service of such service may be made by registered or certified mail, in an against the issuer in any place subject to the jurisdiction of the activity in connection with the offering of securities that is the provisions of: (i) the Securities Act of 1933, the Securities Exchange Company Act of 1940, or the Investment Advisers Act of 1940, State in which the issuer maintains its principal place of business.	EC and the Securities Administrator or other legally designated officer of usiness and any State in which this notice is filed, as its agents for service of on its behalf, of any notice, process or pleading, and further agreeing that by Federal or state action, administrative proceeding, or arbitration brought at United States, if the action, proceeding or arbitration (a) arises out of any subject of this notice, and (b) is founded, directly or indirectly, upon the large Act of 1934, the Trust Indenture Act of 1939, the Investment or any rule or regulation under any of these statutes; or (ii) the laws of the less or any State in which this notice is filed.
110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to requ "covered securities" for purposes of NSMIA, whether in all instances of	cional Securities Markets Improvement Act of 1996 ("NSMIA") (Pub. L. No. 104-290, ire information. As a result, if the securities that are the subject of this Form D are reduced to the nature of the offering that is the subject of this Form D, States cannot is eand can require offering materials only to the extent NSMIA permits them to do
	to be true, and has duly caused this notice to be signed on its behalf by the dattach Signature Continuation Pages for signatures of issuers identified
lssuer(s)	Name of Signer
Decision Sciences Corporation	James M. Colthart
Signalure	Title
James 14 Colt	Vice President of Operation
All the of continuous market A	Date
Number of continuation pages attached:	12-17-08

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Washington, DC 20549

## Item 3 Continuation Page

# Item 3. Related Persons (Continued)

Last Name	First Name		Middle Name
Smith	Richard		Alan
Street Address 1		Street Address 2	
4150 Palisades Road			
City State/F	Province/Country	ZIP/Postal Code	
San Diego CA		92116	
Relationship(s): 🔀 Executive Officer 🔀 Dire	ctor Promoter		
Clarification of Response (if Necessary)	and CEO		
Last Name	First Name		Middle Name
Street Address 1		Street Address 2	
City State/	Province/Country	ZIP/Postal Code	········
Relationship(s): Executive Officer Dire	ector Promoter		
Clarification of Response (if Necessary)			
Last Name	First Name		Middle Name
Last Name	First Name		Middle Name
	First Name	Street Address 2	Middle Name
Last Name Street Address 1	First Name	Street Address 2	Middle Name
Street Address 1	First Name		Middle Name
Street Address 1		Street Address 2 ZIP/Postal Code	Middle Name
Street Address 1  City State/	Province/Country		Middle Name
Street Address 1  City State/  Relationship(s): Executive Officer Directionship(s)			Middle Name
Street Address 1  City State/	Province/Country		Middle Name
Street Address 1  City State/  Relationship(s): Executive Officer Directionship(s)	Province/Country		Middle Name
Street Address 1  City State/  Relationship(s): Executive Officer Directionship(s)	Province/Country		Middle Name  Middle Name
Street Address 1  City State/  Relationship(s): Executive Officer Direct	Province/Country	ZIP/Postal Code	
Street Address 1  City State/  Relationship(s): Executive Officer Direct	Province/Country		
Street Address 1  City State/  Relationship(s): Executive Officer Direct Clarification of Response (if Necessary)  Last Name  Street Address 1	Province/Country  ector Promoter  First Name	ZIP/Postal Code  Street Address 2	
Street Address 1  City State/  Relationship(s): Executive Officer Direct Clarification of Response (if Necessary)  Last Name  Street Address 1	Province/Country	ZIP/Postal Code	
Street Address 1  City State/  Relationship(s): Executive Officer Direct Clarification of Response (if Necessary)  Last Name  Street Address 1	Province/Country  ector Promoter  First Name	ZIP/Postal Code  Street Address 2	
Street Address 1  City State/  Relationship(s): Executive Officer Direction of Response (if Necessary)  Last Name  Street Address 1  City State/	Province/Country  ector Promoter  First Name	ZIP/Postal Code  Street Address 2	
Street Address 1  City State/  Relationship(s): Executive Officer Direction of Response (if Necessary)  Last Name  Street Address 1  City State/	Province/Country  First Name  Province/Country	ZIP/Postal Code  Street Address 2	

Notice of Exempt
Offering of Securities

## **U.S. Securities and Exchange Commission**

Washington, DC 20549

Intentional misstatements or omissions of fact constitute federal criminal violations. See 18 U.S.C. 1001.

(See instructions beginning on page 5)

OWR APPROVAL

OMB Number: 3235-0076

Expires: December 31, 2008

Estimated average burden hours per response: 4.00

tem 1. Issuer's Identity					
Name of Issuer	Previous	Name(s)	None	En	tity Type (Select one)
Decision Sciences Corporation				<u> </u>	Corporation
Jurisdiction of Incorporation/Organization				[	Limited Partnership
California	¬			_	Limited Liability Company
Year of Incorporation/Organization (Select one)					General Partnership Business Trust Other (Specify)
Over Five Years Ago Within Last Five	Years 2005	☐  Yet	to Be Formed	Ļ	Other (Specify)
(specify year		] \			
'If more than one issuer is filing this notice, cl	neck this box	and identify	additional issuer(s) by	attaching Items	and 2 Continuation Page
tem 2. Principal Place of Business	and Contact	Informati	on	_	_
Street Address 1			Street Address 2		
3870 Murphy Canyon Road, Suite 106					
City	State/Province	 e/Country	ZIP/Postal Code	Phone	 No.
San Diego	CA		92123		1.1900
Jan Diego	<u></u>		72123	030.57	1.1500
tem 3. Related Persons					
Last Name	First N	lame		Middle	Name
Colthart	Jame	s	•••	Myror	
Street Address 1			Street Address 2		
3870 Murphy Canyon Road, Suite 106					
City	State/Province/	Country	ZIP/Postal Code	_	
San Diego	CA		92123		
Relationship(s): X Executive Officer	Director [	Promoter			
		<u>-</u>			
Clarification of Response (if Necessary)					
	=	lated persons	by checking this box	≤ and attaching	Item 3 Continuation Page
tem 4. Industry Group (Select	one)	<del></del>			
Agriculture Banking and Financial Services	0	Business	Services	$\overline{}$	Construction
Commercial Banking		Energy Electri	ic Utilities	$\overline{}$	REITS & Finance
Insurance			y Conservation	$\sim$	Residential
Investing		Coal N	tining		Other Real Estate
Investment Banking		Enviro	nmental Services	Reta	-
Pooled Investment Fund		Oil&0	Gas	$\sim$	nurants
If selecting this industry group, also sele		Other	Energy		n <b>ology</b> Computers
type below and answer the question be	low:	Health Ca	re	$\mathcal{L}$	Telecommunications
Hedge Fund	•	Biotec	hnology		Other Technology
Private Equity Fund		$\sim$	Insurance		
Venture Capital Fund			als & Physcians	Trave	I Airlines & Airports
Other Investment Fund  Is the issuer registered as an inves	tment	$\mathcal{L}$	aceuticals	$\sim$	Lodging & Conventions
company under the Investment C		$\overline{}$	Health Care	$\sim$	Tourism & Travel Services
Act of 1940? Yes No	0		_	$\simeq$	Other Travel
Other Banking & Financial Services		Real Estat		Othe	A.F.

## U.S. Securities and Exchange Commission

Washington, DC 20549

Revenue Range (for issuer not specifying "hedge or "other investment" fund in Item 4 above)		Aggregate Net Asset Value Range (for issuer specifying "hedge" or "other investment" fund in
No Revenues	OR	Item 4 above)  No Aggregate Net Asset Value
S1 - \$1,000,000		S1 - \$5,000,000
\$1,000,001 - \$5,000,000		\$5,000,001 - \$25,000,000
\$5,000,001 - \$25,000,000		\$25,000,001 - \$50,000,000
\$25,000,001 - \$100,000,000		\$50,000,001 - \$100,000,000
Over \$100,000,000		Over \$100,000,000
Decline to Disclose		O Decline to Disclose
Not Applicable		Not Applicable
Item 6. Federal Exemptions and Exclusions C	laimed (So	elect all that apply)
	Investment Cor	npany Act Section 3(c)
Rule 504(b)(1) (not (i), (ii) or (iii))	Section 3	(c)(1) Section 3(c)(9)
Rule 504(b)(1)(i)	Section 3	(c)(2) Section 3(c)(10)
Rule 504(b)(1)(ii)	Section 30	(c)(3) Section 3(c)(11)
Rule 504(b)(1)(iii)	Section 3	(c)(4) Section 3(c)(12)
☐ Rule 505	Section 3	
	Section 3	(c)(6) Section 3(c)(14)
Securites rick section (10)	Section 3	(c)(7)
tem 7. Type of Filing		
New Notice OR   • Amendm	ent	
Date of First Sale in this Offering: 9/28/05	OR [	First Sale Yet to Occur
tem 8. Duration of Offering		
Does the issuer intend this offering to last more tha	an one year?	☐ Yes 🔯 No
Item 9. Type(s) of Securities Offered (Selec	ct all that app	oly)
X Equity	Poole	d Investment Fund Interests
Debt	☐ Tenar	nt-in-Common Securities
	☐ Miner	al Property Securities
Option, Warrant or Other Right to Acquire Another Security	Other	(Describe)
Security to be Acquired Upon Exercise of Option,		
Warrant or Other Right to Acquire Security		
Warrant or Other Right to Acquire Security  Item 10. Business Combination Transaction  Is this offering being made in connection with a bus transaction, such as a merger, acquisition or exchange of		ion Yes 🗵 No

## U.S. Securities and Exchange Commission

Washington, DC 20549

Item 11. Minimum Investment
Minimum investment accepted from any outside investor S 0
Item 12. Sales Compensation
Recipient Recipient CRD Number
Barry Leichtling No CRD Number
(Associated) Broker or Dealer None (Associated) Broker or Dealer CRD Number
☐ No CRD Number
Street Address 1 Street Address 2
504 Retaheim Way, La Jolla
City State/Province/Country ZIP/Postal Code
La Jolla 92037-6654
States of Solicitation All States
□ AL □AK □AZ □ AR ☒ CA □ CO □ CT □ DE □ DC □ FL □ GA □ HI □ ID
IL IN IA KS KY LA ME MD MA MI MN MS MO
MTNENVNHNJNMNYNCND
[ RI
Item 13. Offering and Sales Amounts
(a) Total Offering Amount \$ 1160
(a) Total Orienting Arribunt
b) Total Amount Sold \$ 1160
(c) Total Remaining to be Sold \$ OR Indefinite
Clarification of Response (if Necessary)
Item 14. Investors
Check this box if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the
number of such non-accredited investors who already have invested in the offering:
Enter the total number of investors who already have invested in the offering:
Item 15. Sales Commissions and Finders' Fees Expenses
Provide separately the amounts of sales commissions and finders' fees expenses, if any. If an amount is not known, provide an estimate and check the box next to the amount.
Sales Commissions \$ Estimate
Clarification of Response (If Necessary) Finders' Fees \$ 60.00 Estimate

Washington, DC 20549

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive offerers, so the provision of the provision of the persons required to the named as executive offerers, so the provision of the persons required to the named as executive offerers.  Clarification of Response of Necessary!  Signature and Submission  Please verify the information you have entered and review the Terms of Submission below before signing and submitting this notice.  Terms of Submission. In Submitting this notice, each identified issuer is:  Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees.  Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf of any notice, process or pleading, and further agreeing this such service may be made by registered or credited mail, in any Federal or state action, administrating proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of by the Securities Act of 1939, the Ecurities Exchange Act of 1934, the Turus Indirecture Act of 1939, be Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any Stat	Item 16. Use of Proceeds	
Please verify the information you have entered and review the Terms of Submission below before signing and submitting this notice.  Terms of Submission. In Submitting this notice, each identified issuer is:  Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees.*  Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, and surther agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, and surther agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitation brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitation for a such activity in connection with the offering of securities facts that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statute; or (ii) the laws of the State in which this notice is filed.  Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii)	used for payments to any of the persons required to be named a directors or promoters in response to Item 3 above. If the amount is u	as executive officers, \$ 0
Please verify the information you have entered and review the Terms of Submission below before signing and submitting this notice.  Terms of Submission. In Submitting this notice, each identified issuer is:  Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees.*  Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, and surther agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, and surther agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitation brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitation for a such activity in connection with the offering of securities facts that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statute; or (ii) the laws of the State in which this notice is filed.  Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii)	Clarification of Response (if Necessary)	
Please verify the information you have entered and review the Terms of Submission below before signing and submitting this notice.  Terms of Submission. In Submitting this notice, each identified issuer is:  Notifying the SEC and/or each State in which this notice is filled of the affering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees."  Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration lor arbitration against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.  Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).  This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 (NSMIA) [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)) imposes on the ab		
Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees.*  Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, pand (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.  Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on <u>Bule 505 for one of the reasons stated in Rule 505(b)(2)(iii)</u> .  This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of MSMIA, whether in all instances or due to the nature of the offering materials on of this Form D. States cannot routinely require offering materials under this undertaking or otherwise and	Signature and Submission	
Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees.*  Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, proceeding or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (ii) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (iii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.  Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from retying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).  This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this form D are "covered securities" for purposes of NSMIA, whether inal instances or due to the nature of the offering that is	Please verify the information you have entered and review the	he Terms of Submission below before signing and submitting this notice.
undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees."  Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.  Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).  This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3146 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this form D at a recovered securities from purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this form D at a recovered securities from purposes of NSMIA permits them to	Terms of Submission. In Submitting this notice, each	h identified issuer is:
"covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.  Each identified issuer has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person. (Check this box and attach Signature Continuation Pages for signatures of issuers identified in Item 1 above but not represented by signer below.)  Issuer(s)  Name of Signer  James M. Colthart  Title  Vice President of Operation	undertaking to furnish them, upon written request, in acconfrevocably appointing each of the Secretary of the State in which the issuer maintains its principal place of process, and agreeing that these persons may accept service such service may be made by registered or certified mail, in against the issuer in any place subject to the jurisdiction of activity in connection with the offering of securities that is a provisions of: (ii) the Securities Act of 1933, the Securities Excompany Act of 1940, or the Investment Advisers Act of 19 State in which the issuer maintains its principal place of bus Certifying that, if the issuer is claiming a Rule 505 the reasons stated in Rule 505(b)(2)(iii).	ordance with applicable law, the information furnished to offerees.*  ne SEC and the Securities Administrator or other legally designated officer of f business and any State in which this notice is filed, as its agents for service of its behalf, of any notice, process or pleading, and further agreeing that in any Federal or state action, administrative proceeding, or arbitration brought the United States, if the action, proceeding or arbitration (a) arises out of any the subject of this notice, and (b) is founded, directly or indirectly, upon the schange Act of 1934, the Trust Indenture Act of 1939, the Investment M40, or any rule or regulation under any of these statutes; or (ii) the laws of the siness or any State in which this notice is filed.  exemption, the issuer is not disqualified from relying on Rule 505 for one of Mational Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290,
undersigned duly authorized person. (Check this box and attach Signature Continuation Pages for signatures of issuers identified in Item 1 above but not represented by signer below.)  Issuer(s)  Decision Sciences Corporation  Signature  Title  Vice President of Operation	"covered securities" for purposes of NSMIA, whether in all instance routinely require offering materials under this undertaking or othe	es or due to the nature of the offering that is the subject of this Form D, States cannot
Decision Sciences Corporation  James M. Colthart  Title  Vice President of Operation	undersigned duly authorized person. (Check this box 🔲 a	
Signalure Title Vice President of Operation	Issuer(s)	Name of Signer
Vice President of Operation	Decision Sciences Corporation	James M. Colthart
	Signalure	Title
Does .	James 14 Colta	
(Number of continuation pages attached: 12-17-08	/Number of continuation pages attached:	Date 12 m

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Washington, DC 20549

#### **Item 3 Continuation Page**

Item 3. Related Persons (Continued)

Last Name	First Name		Middle Name
Smith	Richard		Alan
Street Address 1		Street Address 2	
4150 Palisades Road			
City Stat	e/Province/Country	ZIP/Postal Code	
San Diego CA		92116	
Relationship(s): X Executive Officer X D	irector Promoter		
Clarification of Response (if Necessary) Preside			
	intana ceo		
Last Name	First Manage		Middle Nome
Last Name	First Name		Middle Name
Sanas Address 1	J L	Street Address 2	
Street Address 1		Street Address 2	
City Stat	te/Province/Country	ZIP/Postal Code	
City		Zii /i Ostai Code	
		L	
	Director 🔲 Promoter		
Relationship(s): Executive Officer C			
Relationship(s): Executive Officer Carification of Response (if Necessary)			
	First Name		Middle Name
Clarification of Response (if Necessary)	First Name		Middle Name
Clarification of Response (if Necessary)	First Name	Street Address 2	Middle Name
Clarification of Response (if Necessary)  Last Name	First Name	Street Address 2	Middle Name
Clarification of Response (if Necessary)  Last Name  Street Address 1	First Name  First Name	Street Address 2 ZIP/Postal Code	Middle Name
Clarification of Response (if Necessary)  Last Name  Street Address 1			Middle Name
Clarification of Response (if Necessary)  Last Name  Street Address 1  City  Stat	re/Province/Country		Middle Name
Clarification of Response (if Necessary)  Last Name  Street Address 1  City Stat  Relationship(s): Executive Officer C			Middle Name
Clarification of Response (if Necessary)  Last Name  Street Address 1  City  Stat	re/Province/Country		Middle Name
Clarification of Response (if Necessary)  Last Name  Street Address 1  City Stat  Relationship(s): Executive Officer C	re/Province/Country		Middle Name
Clarification of Response (if Necessary)  Last Name  Street Address 1  City Stat  Relationship(s): Executive Officer C	re/Province/Country		Middle Name
Clarification of Response (if Necessary)  Last Name  Street Address 1  City Stat  Relationship(s): Executive Officer D  Clarification of Response (if Necessary)	ee/Province/Country Director Promoter		
Clarification of Response (if Necessary)  Last Name  Street Address 1  City Stat  Relationship(s): Executive Officer D  Clarification of Response (if Necessary)	ee/Province/Country Director Promoter		
Clarification of Response (if Necessary)  Last Name  Street Address 1  City Stat  Relationship(s): Executive Officer D  Clarification of Response (if Necessary)  Last Name	ee/Province/Country Director Promoter	ZIP/Postal Code	
Clarification of Response (if Necessary)  Last Name  Street Address 1  City Stat  Relationship(s): Executive Officer Clarification of Response (if Necessary)  Last Name  Street Address 1	ee/Province/Country Director Promoter	ZIP/Postal Code	
Clarification of Response (if Necessary)  Last Name  Street Address 1  City Stat  Relationship(s): Executive Officer Clarification of Response (if Necessary)  Last Name  Street Address 1	e/Province/Country  Director Promoter  First Name	ZIP/Postal Code  Street Address 2	
Clarification of Response (if Necessary)  Last Name  Street Address 1  City Stat  Relationship(s): Executive Officer Clarification of Response (if Necessary)  Last Name  Street Address 1  City Stat	e/Province/Country  Director Promoter  First Name	ZIP/Postal Code  Street Address 2	